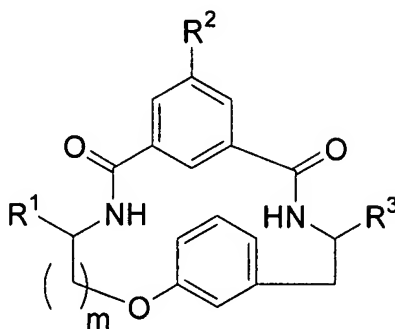


Amendments to the Claims:

The listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

Claim 1 (Original) A compound of the formula I:



I

wherein:

R¹ is selected from the group consisting of:

- (1) hydrogen,
- (2) -C₁₋₆alkyl, -C₂₋₆alkenyl, -C₂₋₆alkynyl, or -C₃₋₈cycloalkyl which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
 - (a) halo,
 - (b) hydroxy,
 - (c) -O-C₁₋₆alkyl,
 - (d) -C₃₋₆cycloalkyl,
 - (e) phenyl or biphenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (i) -C₁₋₆alkyl,
 - (ii) -C₃₋₆cycloalkyl,
 - (iii) -O-C₁₋₆alkyl,
 - (iv) halo,
 - (v) hydroxy,
 - (vi) -CF₃,

- (vii) $-\text{OCF}_3$,
- (viii) $-\text{NR}^9\text{R}^{10}$, and
- (ix) $-\text{CN}$,
- (f) $-\text{CO}_2\text{R}^9$, wherein R^9 is independently selected from:
 - (i) hydrogen,
 - (ii) $-\text{C}_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
 - (iii) benzyl, and
 - (iv) phenyl,
- (g) $-\text{NR}^9\text{R}^{10}$, wherein R^{10} is independently selected from:
 - (i) hydrogen,
 - (ii) $-\text{C}_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
 - (iii) benzyl, and
 - (iv) phenyl,
- (h) $-\text{CONR}^9\text{R}^{10}$,
- (3) phenyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (a) $-\text{C}_{1-6}$ alkyl,
 - (b) $-\text{C}_{1-6}$ alkyl-phenyl,
 - (c) $-\text{C}_{3-6}$ cycloalkyl,
 - (d) $-\text{O}-\text{C}_{1-6}$ alkyl,
 - (e) halo,
 - (f) hydroxy,
 - (g) $-\text{CF}_3$,
 - (h) $-\text{OCF}_3$,
 - (i) $-\text{NR}^9\text{R}^{10}$, and
 - (j) $-\text{CN}$;

R^2 is selected from the group consisting of:

- (1) hydrogen,
- (2) $\text{R}^4\text{-S(O)}_p$ -,

wherein R^4 is independently selected from the group consisting of:

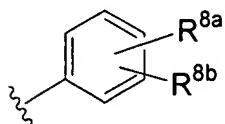
- (a) $-\text{C}_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (b) phenyl, and
- (c) benzyl,

and wherein p is independently 0, 1, or 2,

- (3) $\text{R}^4\text{-S(O)}_p\text{N(R}^5\text{)}_-$,

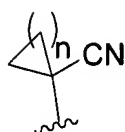
wherein R^5 is independently selected from the group consisting of:

- (a) hydrogen,
- (b) $-C_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (c) phenyl, and
- (d) benzyl,
- (4) $-CN$,
- (5) $-C_{1-6}$ alkyl- CN ,
- (6) halogen,
- (7)



wherein R^{8a} and R^{8b} are independently selected from the group consisting of:

- (a) hydrogen,
- (b) $-CN$,
- (c) halo,
- (d) $-C_{1-6}$ alkyl,
- (e) $-O-R^5$,
- (f) $-S-R^5$,
- (g) $-CO_2R^5$, and
- (h) tetrazolyl,
- (8)



wherein n is 1, 2, 3 or 4;

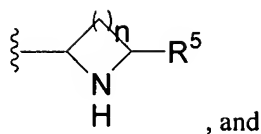
R^3 is selected from the group consisting of:

- (1) $-CH(OH)-R^6$,
- (2) $-C(O)R^6$,
- (3) $-CH(R^6)-NR^7R^9$, and
- (4) $-C(O)-NR^7R^9$;

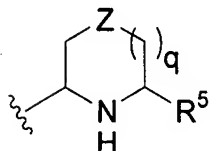
R^6 is independently selected from the group consisting of:

- (1) hydrogen
- (2) C_{1-6} alkyl,

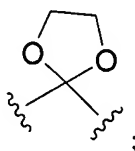
(3)



(4)



wherein Z is selected from the group consisting of -C(O)-, -CH(OH)-, and



and wherein q is 1 or 2;

R⁷ is selected from the group consisting of :

- (1) hydrogen,
- (2) -C₁₋₆alkyl, -C₂₋₆alkenyl, -C₂₋₆alkynyl, or -C₃₋₈cycloalkyl which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
 - (a) halo,
 - (b) hydroxy,
 - (c) -O-C₁₋₆alkyl,
 - (d) -C₃₋₆cycloalkyl,
 - (e) phenyl or biphenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (i) -C₁₋₆alkyl,
 - (ii) -C₃₋₆cycloalkyl,
 - (iii) -O-C₁₋₆alkyl,
 - (iv) halo,
 - (v) hydroxy,
 - (vi) -CF₃,
 - (vii) -OCF₃,
 - (viii) -NR⁹R¹⁰, and
 - (ix) -CN,

- (f) $-\text{CO}_2\text{R}^9$,
- (g) $-\text{NR}^9\text{R}^{10}$,
- (h) $-\text{CONR}^9\text{R}^{10}$,
- (3) $-\text{CHR}^5-\text{CONR}^9\text{R}^{10}$,
- (4) phenyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (a) $-\text{C}_{1-6}\text{alkyl}$,
 - (b) $-\text{C}_{1-6}\text{alkyl-phenyl}$,
 - (c) $-\text{C}_{3-6}\text{cycloalkyl}$,
 - (d) $-\text{O}-\text{C}_{1-6}\text{alkyl}$,
 - (e) halo,
 - (f) hydroxy,
 - (g) $-\text{CF}_3$,
 - (h) $-\text{OCF}_3$,
 - (i) $-\text{NR}^9\text{R}^{10}$, and
 - (j) $-\text{CN}$;

m is independently 1, 2, 3 or 4;

and pharmaceutically acceptable salts thereof.

Claim 2 (Original) The compound of Claim 1 wherein R^1 is selected from the group consisting of:

- (1) hydrogen,
- (2) $-\text{C}_{1-6}\text{alkyl}$, which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
 - (a) halo,
 - (b) hydroxy,
 - (c) $-\text{O}-\text{C}_{1-6}\text{alkyl}$,
 - (d) $-\text{C}_{3-6}\text{cycloalkyl}$,
 - (e) phenyl or biphenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (i) $-\text{C}_{1-6}\text{alkyl}$,
 - (ii) $-\text{C}_{3-6}\text{cycloalkyl}$,
 - (iii) $-\text{O}-\text{C}_{1-6}\text{alkyl}$,
 - (iv) halo,
 - (v) hydroxy,

- (vi) $-\text{CF}_3$,
- (vii) $-\text{OCF}_3$,
- (viii) $-\text{NR}^9\text{R}^{10}$, and
- (ix) $-\text{CN}$,
- (f) $-\text{CO}_2\text{R}^9$, wherein R^9 is independently selected from:
 - (i) hydrogen,
 - (ii) $-\text{C}_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
 - (iii) benzyl, and
 - (iv) phenyl,
- (g) $-\text{NR}^9\text{R}^{10}$, wherein R^{10} is independently selected from:
 - (i) hydrogen,
 - (ii) $-\text{C}_{1-6}$ alkyl, which is unsubstituted or substituted with 1-6 fluoro,
 - (iii) benzyl, and
 - (iv) phenyl,
- (h) $-\text{CONR}^9\text{R}^{10}$,
- (3) phenyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (a) $-\text{C}_{1-6}$ alkyl,
 - (b) $-\text{C}_{1-6}$ alkyl-phenyl,
 - (c) $-\text{C}_{3-6}$ cycloalkyl,
 - (d) $-\text{O}-\text{C}_{1-6}$ alkyl,
 - (e) halo,
 - (f) hydroxy,
 - (g) $-\text{CF}_3$,
 - (h) $-\text{OCF}_3$,
 - (i) $-\text{NR}^9\text{R}^{10}$, and
 - (j) $-\text{CN}$.

Claim 3 (Original) The compound of Claim 1 wherein R^1 is selected from the group consisting of:

- (1) hydrogen,
- (2) methyl,
- (3) isopropyl,
- (4) isobutyl, and
- (5) phenyl.

Claim 4 (Original) The compound of Claim 1 wherein R² is:
R⁴-S(O)₂N(R⁵)-,

wherein R⁴ is independently selected from the group consisting of:

- (a) -C₁₋₆alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (b) phenyl, and
- (c) benzyl,

and wherein R⁵ is independently selected from the group consisting of:

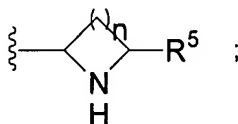
- (a) hydrogen,
- (b) -C₁₋₆alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (c) phenyl, and
- (d) benzyl.

Claim 5 (Original) The compound of Claim 1 wherein R² is
CH₃-S(O)₂N(CH₃)-.

Claim 6 (Original) The compound of Claim 1 wherein R³ is selected from the group consisting of:

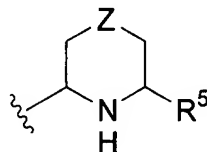
- (1) -CH(OH)-R⁶,
- (2) -C(O)R⁶, and
- (3) -CH(R⁶)-NR⁷R⁹.

Claim 7 (Original) The compound of Claim 1 wherein R⁶ is:

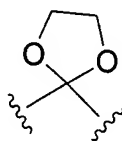


and wherein n is 2 or 3, and R⁵ is hydrogen or methyl.

Claim 8 (Original) The compound of Claim 1 wherein R⁶ is:



wherein R^5 is hydrogen or methyl, and Z is selected from the group consisting of -C(O)-, -CH(OH)-, and



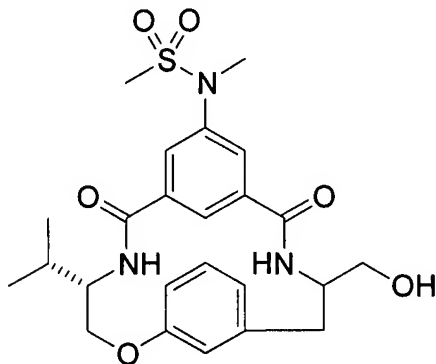
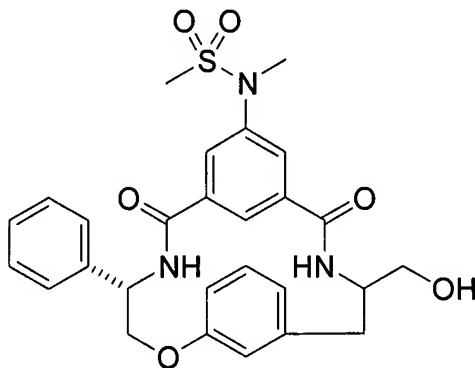
Claim 9 (Original) The compound of Claim 1 wherein R^3 is selected from the group consisting of:

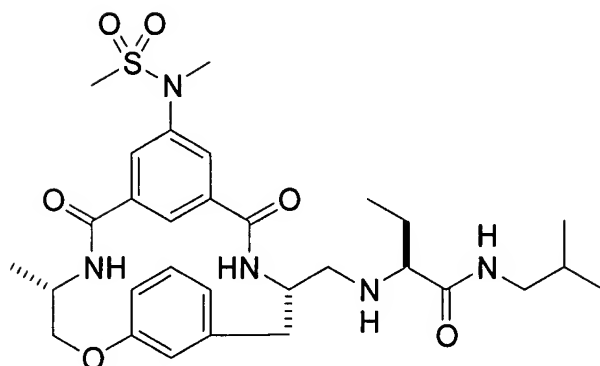
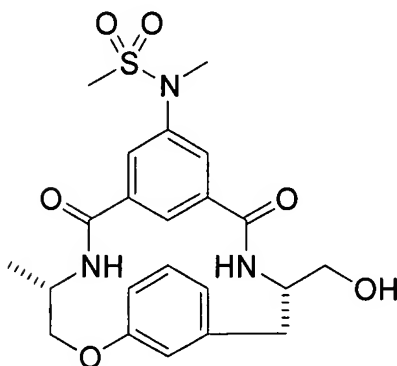
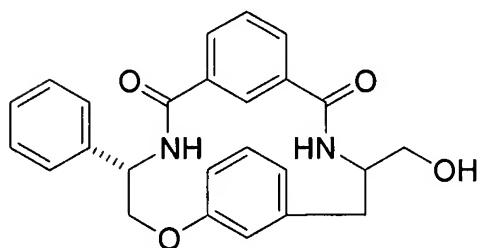
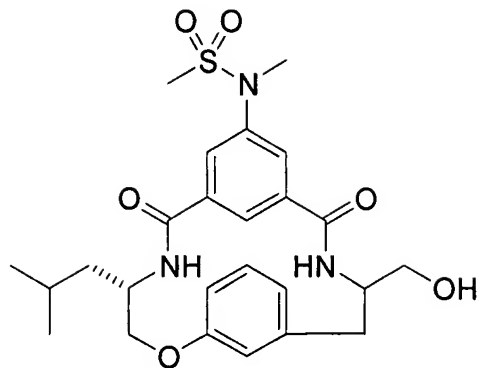
- (1) -CH₂-OH, and
- (2) -CH₂-NH-CH(CH₂CH₃)-CO-NH-CH₂CH(CH₃)₂.

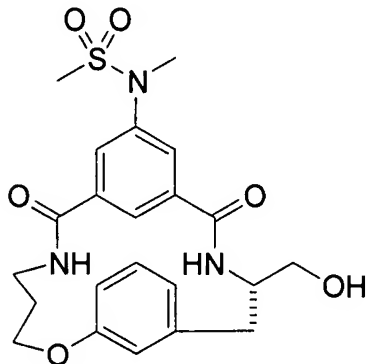
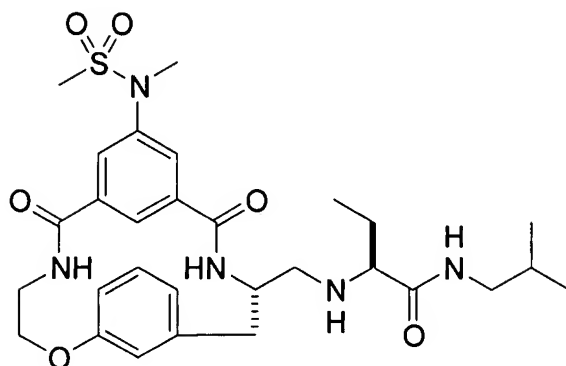
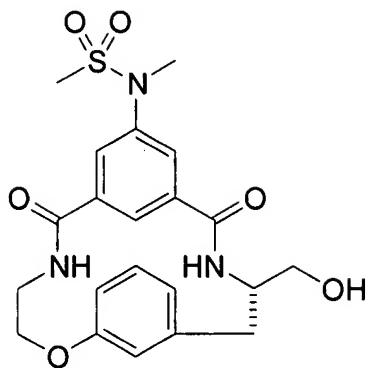
Claim 10 (Original) The compound of Claim 1 wherein m is 1.

Claim 11 (Original) The compound of Claim 1 wherein m is 2.

Claim 12 (Original) A compound which is selected from the group consisting of:







and pharmaceutically acceptable salts thereof.

Claim 13 (Original) A pharmaceutical composition comprising an effective amount of a compound of Claim 1 and a pharmaceutically acceptable carrier.

Claim 14 (Canceled)

Claim 15 (Currently Amended) A method for treating, ~~preventing, controlling, ameliorating or reducing the risk of~~ Alzheimers disease in a patient in need thereof comprising administering to the patient an effective amount of a compound of Claim 1.